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| <b>UNITED STATES BANKRUPTCY COURT<br/>DISTRICT OF NEW JERSEY</b>  |   |
| <b>Caption in Compliance with D.N.J. LBR 9004-1(b)</b>  |   |
| <p>Peter O. Larsen, Esq. (<i>pro hac vice</i> admission pending)<br/> Raye Elliott, Esq. (<i>pro hac vice</i> admission pending)<br/> Steven R. Wirth, Esq.<br/> AKERMAN LLP<br/> 50 North Laura Street, Suite 3100<br/> Jacksonville, FL 32202<br/> Telephone: (904) 798-3700<br/> Facsimile: (904) 798-3730<br/> Email: peter.larsen@akerman.com<br/> raye.elliott@akerman.com<br/> steven.wirth@akerman.com</p> <p>Bradford J. Sandler, Esq.<br/> Paul J. Labov, Esq.<br/> Edward A. Corma, Esq.<br/> PACHULSKI STANG ZIEHL &amp; JONES LLP<br/> 1700 Broadway, 36<sup>th</sup> Floor<br/> New York, NY 10019<br/> Telephone: (212) 561-7700<br/> Email: bsandler@pszjlaw.com<br/> plabov@pszjlaw.com<br/> corma@pszjlaw.com</p> |   |
| <i>Counsel to Plaintiff / Plan Administrator</i>  |   |
| In re:<br><br>20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc., <i>et.al.</i> , <sup>1</sup><br><br>Debtors.   | Chapter 11<br><br>Case No. 23-13359 (VFP)<br><br>(Jointly Administered) |
| MICHAEL GOLDBERG, as Plan Administrator for 20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc.,<br><br>Plaintiff,<br><br>v.<br><br>TEXAS COMPTROLLER OF PUBLIC ACCOUNTS, an agency of the State of Texas,<br><br>Defendant.  | Adversary No. 25-01184 (VFP)  |

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond, Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtor's claims and noticing agent at <https://restructuring.ra.kroll.com/bbby/>.

**APPLICATION IN LIEU OF MOTION IN SUPPORT OF  
ENTRY OF STIPULATION AND CONSENT ORDER  
EXTENDING DEFENDANT'S TIME TO ANSWER COMPLAINT**

TO: HONORABLE VINCENT F. PAPALIA  
United States Bankruptcy Judge

Michael Goldberg, in his capacity as the Plan Administrator (the "Plan Administrator" or "Plaintiff") to 20230930-DK-Butterfly-1, Inc. (the "Wind-Down Debtors") (f/k/a Bed Bath & Beyond Inc. and affiliated Debtors, the "Debtors"),<sup>2</sup> by and through his undersigned counsel, hereby submits this application in lieu of motion (the "Application"), pursuant to D.N.J. LBR 9019-4(b), seeking the approval and entry of the *Stipulation and Consent Order Extending Defendant's Time to Answer Complaint* (the "Stipulation"),<sup>3</sup> a copy of which is attached hereto as **Exhibit 1**, and respectfully states as follows:

1. On April 23, 2023 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of New Jersey (the "Court"). The cases were jointly administered under the lead *case*, *In re Bed Bath & Beyond, Inc.*, et al., Case No. 23-13359 (VFP) (Bankr. D.N.J.).

2. On April 23, 2025, the Plan Administrator filed an adversary complaint against the Texas Comptroller of Public Accounts, an agency of the State of Texas ("Defendant" and together with Plaintiff, the "Parties"), thereby commencing the above-captioned adversary proceeding.

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<sup>2</sup> Pursuant to the Certificate of Amendment of the Certificate of Incorporation of Bed Bath & Beyond Inc., which was filed with the State of New York Department of State on September 21, 2023, the name of the entity formerly known as "Bed Bath & Beyond Inc." was changed to 20230930-DK-Butterfly, Inc. [Filing ID No. 230921001833 DOS ID 315602].

<sup>3</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Stipulation.

3. On April 24, 2025, the Clerk of Court issued the Summons and Notice of Pretrial Conference in an Adversary Proceeding [Adv. D.I. 2] (the "Summons"). Pursuant to the Summons, the deadline for Defendant to answer or otherwise to respond to the Complaint is currently May 27, 2025.

4. To avoid the cost of litigation while the Parties attempt to resolve the asserted claims, the Parties have agreed to extend the deadline for Defendant to answer or otherwise respond to the adversary complaint. Pursuant to the Stipulation, the deadline for responses to the Complaint will be extended to July 21, 2025.

5. This Application is submitted pursuant to Local Rule 9019-4(b) in lieu of a motion in support of the Parties' request that the Court enter the Stipulation as presented. The Stipulation is in the best interests of the Wind-Down Debtors and the Parties, as the agreed extension of the answer deadline will allow the Parties time to seek a resolution of the adversary proceeding and will allow the adversary proceeding to proceed in an orderly and efficient manner.

Dated: June 9, 2025

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**Exhibit 1**

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| In re:  | Chapter 11  |
| 20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc., <i>et.al.</i> , <sup>1</sup><br>Debtors.   | Case No. 23-13359 (VFP)<br>(Jointly Administered) |
| MICHAEL GOLDBERG, as Plan Administrator for<br>20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc.,<br>Plaintiff,<br><br>v.<br><br>TEXAS COMPTROLLER OF PUBLIC<br>ACCOUNTS, an agency of the State of Texas,<br>Defendant.  | Adversary No. 25-01184 (VFP)                      |

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond, Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtor's claims and noticing agent at <https://restructuring.ra.kroll.com/bbby/>.

(Page 2)

Debtors: 20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc., *et. al.*  
Case No.: 23-13359 (VFP)  
Adv. Proc.: Goldberg v. Texas Comptroller of Public Accounts, 25-01184 (VFP)  
Caption of Order: Stipulation and Consent Order Extending  
Defendant's Time to Answer Complaint

**STIPULATION AND CONSENT ORDER EXTENDING  
DEFENDANT'S TIME TO ANSWER COMPLAINT**

The relief set forth on the following pages, numbered three (3) through five (5), is hereby **ORDERED**.

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Debtors: 20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc., *et. al.*  
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Adv. Proc.: Goldberg v. Texas Comptroller of Public Accounts, 25-01184 (VFP)  
Caption of Order: Stipulation and Consent Order Extending  
Defendant's Time to Answer Complaint

This stipulation and consent order (the "Stipulation") is made by and between Michael Goldberg, in his capacity as the Plan Administrator (the "Plan Administrator" or "Plaintiff") to 20230930-DK-Butterfly-1, Inc. (the "Wind-Down Debtors") (f/k/a Bed Bath & Beyond Inc. and affiliated Debtors, the "Debtors"),<sup>2</sup> and the Texas Comptroller of Public Accounts, an agency of the State of Texas ("Defendant"). Plaintiff and Defendant, by and through their undersigned counsel, shall be collectively referred to herein as the "Parties" or individually as a "Party."

### **RECITALS**

A. On April 23, 2023 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of New Jersey (the "Court"). The cases were jointly administered under the lead *case*, *In re Bed Bath & Beyond, Inc.*, et al., Case No. 23-13359 (VFP) (Bankr. D.N.J.).<sup>3</sup>

B. On April 23, 2025, the Plan Administrator filed an adversary complaint against Defendant (the "Complaint"), thereby commencing the above-captioned adversary proceeding.

C. On April 24, 2025, the Clerk of Court issued the *Summons and Notice of Pretrial Conference in an Adversary Proceeding* [Adv. D.I. 2] (the "Summons"). Pursuant to the

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<sup>2</sup> Pursuant to the Certificate of Amendment of the Certificate of Incorporation of Bed Bath & Beyond Inc., which was filed with the State of New York Department of State on September 21, 2023, the name of the entity formerly known as "Bed Bath & Beyond Inc." was changed to 20230930-DK-Butterfly, Inc. [Filing ID No. 230921001833 DOS ID 315602].

<sup>3</sup> Unless otherwise indicated, docket references in this Stipulation refer to the lead case docket.



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Debtors: 20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc., *et. al.*  
Case No.: 23-13359 (VFP)  
Adv. Proc.: Goldberg v. Texas Comptroller of Public Accounts, 25-01184 (VFP)  
Caption of Order: Stipulation and Consent Order Extending  
Defendant's Time to Answer Complaint

Summons, the deadline for Defendant to answer or otherwise to respond to the Complaint is currently May 27, 2025.

D. To avoid the cost of litigation while the Parties attempt to resolve the asserted claims, the Parties hereby enter into this Stipulation, pursuant to which Plaintiff has agreed to continue Defendant's time to answer or otherwise to respond to the Complaint through June 17, 2025.

**NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, AND  
UPON COURT APPROVAL OF THIS STIPULATION, IT IS ORDERED THAT:**

1. Defendant shall have through and including **July 21, 2025** to answer or otherwise to respond to the Complaint.
2. This Stipulation is without prejudice to any Party's rights.
3. The undersigned represent and warrant that they have full authority to execute this Stipulation on behalf of the respective Parties and that the respective Parties have full knowledge of, and have consented to, this Stipulation.
4. This Stipulation may be executed in counterparts or by facsimile or other electronic signature, and each such counterpart together with the others shall constitute one and the same instrument.

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Debtors: 20230930-DK-BUTTERFLY-1, INC. f/k/a Bed Bath & Beyond, Inc., *et. al.*  
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Defendant's Time to Answer Complaint

5. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Stipulation, and the Parties hereby consent to such jurisdiction to resolve any disputes or controversies arising from or related to this Stipulation.

Dated: June 9, 2025

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